



wherein X is O ;

n is an integer from 0 to 3;

R_5 is C_{1-10} alkyl, C_{3-8} alkenyl, C_{3-8} cycloalkyl, $(C_{3-8}$ cycloalkyl) C_{1-6} alkyl, (phenyl) C_{1-6} alkyl, (phenyl) C_{3-8} alkenyl, or $(C_{1-8}$ alkylcarbonyl) C_{1-8} alkyl;

one of R_1 , R_2 , and R_3 is W , wherein one of the remaining two is selected from H and halogen, and the third being hydrogen;

~~R_6 is independently selected from hydrogen, C_{1-8} alkyl, C_{1-6} alkoxy, C_{2-8} alkenyl, C_{3-7} cycloalkyl, $(C_{3-7}$ cycloalkyl) C_{1-6} alkylene, C_{2-15} heterocyclyl, and $(C_{2-7}$ heterocyclyl) C_{1-6} alkylene;~~

~~R_7 is H , hydroxyl, halo, C_{2-6} alkoxy or absent where the carbon linking L_6 and L_7 (or bonded to R_6) participates in a double bond;~~

~~each of R_8 and R_9 is independently selected from hydrogen, C_{1-6} alkoxy, C_{1-8} alkyl, C_{3-8} alkenyl, C_{3-7} cycloalkyl, $(C_{3-7}$ cycloalkyl) C_{1-6} alkylene, C_{2-15}~~

~~heterocyclyl, phenyl, (C₂₋₁₅ heterocyclyl)C₁₋₆ alkylene, and (phenyl) C₁₋₆ alkylene;~~

~~R₄₀ is H, C₁₋₈ alkyl, C₃₋₈ alkenyl, C₃₋₇ cycloalkyl, (C₃₋₇ cycloalkyl)C₁₋₆ alkylene, (C₂₋₁₅ heterocyclyl)C₁₋₆ alkylene, or (phenyl) C₁₋₆ alkylene;~~

W is piperazinyl or morpholinyl;

wherein each of the above alkyl, alkylene, alkenyl, alkenylene, alkynyl, alkynylene, heterocyclyl, cycloalkyl, and aryl groups may each be independently and optionally substituted with between 1 and 3 substituents selected from halo, amino, nitro, hydroxyl, and C₁₋₃ alkyl;

or a pharmaceutically acceptable salt, ester, or amide thereof.

2. (original) A compound of claim 1, wherein R₅ is C₁₋₅ alkyl, C₃₋₄ alkenyl, C₃₋₆ cycloalkyl, (C₃₋₆ cycloalkyl) C₁ alkylene, (phenyl)C₁₋₃ alkylene, or (phenyl)C₃₋₄ alkenylene.
3. (original) A compound of claim 2, wherein R₅ is branched C₃₋₅ alkyl, C₃₋₆ cycloalkyl, and (C₃₋₆ cycloalkyl) C₁ alkylene.
4. (previously amended) A compound of claim 1, wherein one of R₂ and R₃ is W.
5. (previously amended) A compound of claim 4, wherein R₂ is W.
6. (previously amended) A compound of claim 4, wherein R₃ is W.
15. (previously amended) A compound of claim 1, wherein W is a substituted or unsubstituted N-morpholinyl.

20. (original) A compound of claim 18, wherein R₅ is C₁₋₅ alkyl, C₃₋₄ alkenyl, C₃₋₆ cycloalkyl, (C₃₋₆ cycloalkyl) C₁alkylene, (phenyl)C₁₋₃ alkylene, or (phenyl)C₃₋₄ alkenylene.
21. (original) A compound of claim 1, wherein n is 0 or 1.
22. (original) A compound of claim 21, wherein n is 0.
33. (previously amended) A compound of claim 1, wherein R₅ is C₁₋₅ alkyl, C₃₋₄ alkenyl, C₃₋₆ cycloalkyl, (C₃₋₆ cycloalkyl) C₁alkylene, (phenyl)C₁₋₃ alkylene, or (phenyl)C₃₋₄ alkenylene.
36. (original) A compound of claim 1, wherein one of R₂ and R₃ is W.
37. (original) A compound of claim 21, wherein R₅ is branched C₃₋₅ alkyl.
38. (original) A compound of claim 21, wherein R₅ is isopropyl or cyclopentyl.
43. (original) A compound of claim 1, selected from 1-Isopropyl-4-[4-(1-isopropyl-piperidin-4-yloxy)-phenyl]-piperazine, 1-[4-(1-Isopropyl-piperidin-4-yloxy)-phenyl]-piperazine, and 1-[4-(1-Isopropyl-piperidin-4-yloxy)-phenyl]-piperazine.
44. (previously amended) A compound of claim 1, selected from 4-[4-(1-sec-Butyl-piperidin-4-yloxy)-benzyl]-morpholine, 1-[4-(1-Isopropyl-piperidin-4-yloxy)-benzyl]-4-methyl-piperazine, 4-[4-(1-sec-Butyl-piperidin-4-yloxy)-benzyl]-morpholine, 1-[4-(1-Isopropyl-piperidin-4-yloxy)-benzyl]-4-phenyl-piperazine, 1-Benzyl-4-[4-(1-isopropyl-piperidin-4-yloxy)-benzyl]-piperazine, 4-[4-(1-Isopropyl-piperidin-4-yloxy)-benzyl]-morpholine, 4-[4-(1-Cyclohexyl-piperidin-4-yloxy)-benzyl]-morpholine, 4-[4-(1-Isobutyl-piperidin-4-yloxy)-

benzyl]-morpholine, and 4-[4-(1-Propyl-piperidin-4-yloxy)-benzyl]-morpholine.

45. (previously amended) A compound of claim 1, selected from 4-[4-(1-sec-Butyl-piperidin-4-yloxy)-benzyl]-morpholine, 1-[4-(1-Isopropyl-piperidin-4-yloxy)-benzyl]-4-methyl-piperazine, 4-[4-(1-Cyclopentyl-piperidin-4-yloxy)-benzyl]-morpholine, 4-[4-(1-sec-Butyl-piperidin-4-yloxy)-benzyl]-morpholine, 1-[4-(1-Isopropyl-piperidin-4-yloxy)-benzyl]-4-phenyl-piperazine, 1-Benzyl-4-[4-(1-isopropyl-piperidin-4-yloxy)-benzyl]-piperazine, 4-[4-(1-Isopropyl-piperidin-4-yloxy)-benzyl]-morpholine, 4-[4-(1-Cyclohexyl-piperidin-4-yloxy)-benzyl]-morpholine, and 4-[4-(1-Isobutyl-piperidin-4-yloxy)-benzyl]-morpholine.
48. (original) A pharmaceutical composition, comprising a compound of claim 1 and a pharmaceutically acceptable carrier.
49. (previously amended) A method of inhibiting histamine H₃ receptor activity in a subject, comprising administering an effective amount of a compound of claim 1, 21, or 45 to a subject in need of such inhibition of histamine H₃ receptor activity.
50. (currently deleted)
51. (currently amended) A method of ~~claim 50, wherein said~~treating a subject having a disease or condition is selected from the group consisting of sleep/wake disorders, arousal/vigilance disorders, migraine, asthma, dementia, mild cognitive impairment, Alzheimer's disease, epilepsy, narcolepsy, eating disorders, motion sickness, vertigo, attention deficit hyperactivity disorders, learning disorders, memory retention disorders, schizophrenia, nasal congestion, allergic rhinitis, and upper airway allergic response, comprising administering to the subject a therapeutically effective amount of a compound of claim 1, 21, or 45.

56. (previously amended) A method for treating one or more disorders or conditions selected from the group consisting of sleep/wake disorders, narcolepsy, and arousal/vigilance disorders, comprising administering to a subject a therapeutically effective amount of a compound of claim 1, 21, or 45.
57. (previously amended) A method for treating attention deficit hyperactivity disorders (ADHD), comprising administering to a subject a therapeutically effective amount of a compound of claim 1, 21, or 45.
58. (previously amended) A method for treating one or more disorders or conditions selected from the group consisting of dementia, mild cognitive impairment (pre-dementia), cognitive dysfunction, schizophrenia, depression, manic disorders, bipolar disorders, and learning and memory disorders, comprising administering to a subject a therapeutically effective amount of a compound of claim 1, 21, or 45.
59. (currently amended) A method for treating ~~or preventing~~ upper airway allergic response, nasal congestion, or allergic rhinitis, comprising administering to a subject a therapeutically effective amount of a compound of claim 1, 21, or 45.